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August 19, 2016

**VIA E-MAIL TRANSMISSION
AND ECF FILING**

The Honorable Martin Glenn
United States Bankruptcy Judge
United States Bankruptcy Court
Southern District of New York
Alexander Hamilton Custom House
One Bowling Green
New York, New York 10004

**Re: In re Motors Liquidation Company, et al.
Case No. 09-50026 (MG)**

Request for Status Conference on Successor Liability Issue

Dear Judge Glenn:

King & Spalding LLP is co-counsel with Kirkland & Ellis LLP for General Motors LLC (“New GM”) in the above-referenced matter. In a letter dated August 9, 2016 (“August 9 Letter”), New GM, after consulting with and obtaining the consent of Designated Counsel, provided the Court with an update on the meet and confer process that the Court directed at the Status Conference held on July 18, 2016 (“Bankruptcy Conference”), regarding the establishment of procedures to address the range of issues relative to enforcement of the 2009 Sale Order, given the Second Circuit’s July 13, 2016 Opinion (“Opinion”). One of the issues identified by New GM that it believed the Bankruptcy Court should resolve was whether Ignition Switch Plaintiffs could establish a successor liability claim against New GM (“Successor Liability Issue”) based on the 363 Sale approved by the 2009 order of the Bankruptcy Court (“Sale Order”).

At the time the August 9 Letter was filed, New GM believed there was time to meet with all parties to determine a complete list of issues that the Bankruptcy Court would need to address (including the Successor Liability Issue) as a result of the Opinion, and suggested in the August 9 Letter (with the agreement of Designated Counsel) that a further Status Conference be scheduled in the beginning of October 2016 to give all of the parties adequate time to further meet and confer. This timeline was based, in part, on the fact that Lead Counsel in MDL 2543

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had previously represented to Judge Furman on the afternoon of July 18, 2016 (after the Bankruptcy Conference) that the Second Circuit's Opinion would not affect the next bellwether trial (the *Cockram* Trial, scheduled to begin on September 12, 2016).

On August 12, 2016, one of the Lead Counsel (and its co-counsel) filed a fourth amended complaint in the next MDL bellwether case after *Cockram* ("Norville Amended Complaint")¹ that seeks to hold New GM liable for claims based on a "mere continuation" successor liability theory. The *Norville* case is scheduled for trial on November 14, 2016. The Norville Amended Complaint predicates its "mere continuation" argument on the facts and circumstances surrounding the 363 Sale. *See, e.g.*, Norville Amended Complaint, ¶ 25.

New GM has reviewed the Norville Amended Complaint and believes that the successor liability issue raised therein should be heard by this Court because it directly arises from the 363 Sale approved by the Bankruptcy Court. Based on the trial date for the *Norville* case, New GM also believes this issue needs to be specifically addressed before a complete plan is developed for all 363 Sale Order enforcement issues.²

New GM notes that:

(a) It will be filing a motion for summary judgment in the *Norville* case on August 22, 2016, which will ask the court to enter judgment as a matter of law in New GM's favor on all claims.³ If New GM is successful, the successor liability issue will not be an issue in *Norville*.

(b) Successor liability will likely be an issue in other ignition switch cases against New GM. It makes sense for this Court to resolve this issue for a broader range of cases.

(c) As a practical matter, if this Court finds that there is no basis to impose successor liability on New GM as a result of the 363 Sale, then that will also have a significant impact on Non-Ignition Switch Plaintiffs who might otherwise contemplate raising due process issues relating to the Sale Order.⁴ Thus, it would make sense to decide the successor liability issue ahead of the more factually-intensive due process issues.

¹ A copy of the Norville Amended Complaint is attached hereto as **Exhibit "A."**

² Judge Gerber faced the same circumstance when he promptly addressed issues leading to the November 2015 Decision on Imputation, Punitive Damages, and Other Issues so as not to disrupt the timing of the first bellwether trial in the MDL (*Scheuer*).

³ New GM will provide a courtesy copy of the *Norville* summary judgment motion to this Court after it is filed in the MDL. The summary judgment motion will not address the successor liability issue, other than to reference this letter and the request for a status conference with this Court on the issue. Judge Furman is receiving a copy of this letter so as to be fully apprised of the request being made of this Court.

⁴ New GM does not concede that it would be timely to raise due process issues at this stage of the proceedings.

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Accordingly, New GM requests that the Court schedule a status conference during the week of August 22, 2016 to discuss the foregoing with MDL counsel and other interested parties. New GM's goal from this status conference would be for the Court to establish appropriate expedited procedures for resolving the Successor Liability Issue so that it does not interfere with the *Norville* trial date.

If the Court has any questions or needs additional information, please let me know.

Respectfully submitted,

/s/ Arthur Steinberg

Arthur Steinberg

AJS/sd
Encl.

cc: The Honorable Jesse M. Furman
Interest Parties Set Forth on Schedule "1" Attached Hereto

SCHEDULE 1

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Parties to the Motion to Enforce, filed by New GM on June 1, 2016 [Dkt No. 13634]

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Parties to the Motion to Enforce filed by New GM on June 24, 2016 [Dkt No. 13655]

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Parties Subject to the Pilgrim Motion to Enforce

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